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**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

STATION CASINOS, INC.

- ☐ Affects this Debtor
- ☒ Affects all Debtors
- ☐ Affects Northern NV Acquisitions, LLC
- ☐ Affects Reno Land Holdings, LLC
- ☐ Affects River Central, LLC
- ☐ Affects Tropicana Station, LLC
- ☐ Affects FCP Holding, Inc.
- ☐ Affects FCP Voteco, LLC
- ☐ Affects Fertitta Partners LLC
- ☐ Affects FCP MezzCo Parent, LLC
- ☐ Affects FCP MezzCo Parent Sub, LLC
- ☐ Affects FCP MezzCo Borrower VII, LLC
- ☐ Affects FCP MezzCo Borrower VI, LLC
- ☐ Affects FCP MezzCo Borrower V, LLC
- ☐ Affects FCP MezzCo Borrower IV, LLC
- ☐ Affects FCP MezzCo Borrower III, LLC
- ☐ Affects FCP MezzCo Borrower II, LLC
- ☐ Affects FCP MezzCo Borrower I, LLC
- ☐ Affects FCP PropCo, LLC

Chapter 11

Case No. BK-09-52470-GWZ through  
BK-09-52487-GWZ

Jointly Administered under  
BK 09-52477

[No Hearing Required]

**SECOND AMENDED VERIFIED STATEMENT OF  
STUTMAN, TREISTER & GLATT P.C.  
AND DOWNEY BRAND PURSUANT TO  
FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

1. On September 25, 2009, the law firms of Stutman, Treister & Glatt P.C. ("ST&G") and Downey Brand ("Downey") filed their "Verified Statement of Stutman,

Treister & Glatt P.C. and Downey Brand Pursuant to Federal Rule of Bankruptcy Procedure 2019 (Docket no. 377) ("Original 2019"). In the Original 2019, ST&G and Downey stated that they represented certain creditors referred to in this case as "The Independent Lenders to Station Casinos, Inc." ("Independent Lenders"). On May 24, 2010, ST&G and Downey filed an amended Rule 2019 Statement (Docket No. 1517) ("First Amended 2019"), to reflect the fact that the composition of the Independent Lenders had changed, as had the amount of claims held by the Independent Lenders. Since the First Amended 2019 was filed, the composition and holdings of the Independent Lenders have again changed, and so ST&G and Downey are filing this Second Amended 2019 Statement.

2. Creditors Represented: As of the date of this Second Amended 2019 Statement, the Independent Lenders jointly represented by the undersigned counsel consist of the entities listed below:

**Sandell Asset Management Corp./  
Castlerigg Master Investments**  
40 West 57th Street, 26th Floor  
New York, NY 10019

**Silver Point Capital, L.P.**  
Two Greenwich Plaza  
Greenwich, CT 06830

**BNP Paribas**  
787 7<sup>th</sup> Avenue  
New York, NY 10019

**Natixis**  
9 West 57th Street, 35th Floor  
New York, NY 10019

**Allen & Company LLC**  
711 Fifth Avenue  
New York, NY 10022

**The Bank of Nova Scotia**  
One Liberty Plaza  
New York, NY 10006

3. Nature of The Independent Lenders' Claims: Each of the Independent Lenders has advised the above-referenced law firms that it holds, or manages funds or accounts that hold, claims against Station Casinos, Inc. ("SCI"), arising under that certain Credit Agreement dated as of November 7, 2007 among SCI, as Borrower; Deutsche Bank Trust Company America as Administrative Agent; and various lenders (the "Credit Agreement"). As of the date of this Second Amended 2019

Statement, the Independent Lenders collectively hold claims arising under the Credit Agreement in the total principal amount of approximately \$210 million.

4. Representatives: The Independent Lenders are represented by the following entities as legal counsel:

Isaac M. Pachulski, Esq.  
Eric D. Goldberg, Esq.  
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1901 Avenue of the Stars, 12<sup>th</sup> Floor  
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Sallie B. Armstrong, Esq.  
DOWNEY BRAND  
427 West Plumb Lane  
Reno, NV 89509

ST&G's representation of the Independent Lenders began in August of 2009, although prior to that time ST&G represented Sandell Asset Management/Castlerigg, one of The Independent Lenders, in its individual capacity. The Downey Brand firm has represented the Independent Lenders since July of 2009.<sup>1</sup> The representation of the Independent Lenders by ST&G and Downey Brand is limited to the Independent Lenders' interests in the claims arising under the Credit Agreement, and neither ST&G, Downey Brand, nor any of the Independent Lenders purports to represent any other creditors of the Debtors in connection with the bankruptcy cases.

5. Upon information and belief formed after due inquiry, neither ST&G nor Downey Brand believes that it holds any claims against or equity interests in any of the debtors herein.

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<sup>1</sup> The First Amended 2019 contained an incorrect date of May of 2009 for the date from which Downey Brand LLP has represented the Independent Lenders.

6. The Independent Lenders reserve the right to revise, supplement, and/or amend this Second Amended 2019 Statement as may be appropriate or necessary.

Dated: July 14, 2010

A handwritten signature in black ink, appearing to read "Sallie B. Armstrong", is written over the printed name and address.

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and

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